

RECORDATION NO. 13353-C FILED

OCT 18 '00

2-58 PM

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SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

October 18, 2000

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination and Release, dated as of October 17, 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease Agreement filed with the Board under Recordation Number 13353-A.

The name and address of the party to the enclosed document are:

Lessor: General Electric Company
125 Avenue of the Americas
New York, NY 10013

A description of the railroad equipment covered by the enclosed document is:

3 AEM-7 locomotives AMTK 916, AMTK 918 and AMTK 924

Mr. Vernon A. Williams
October 18, 2000
Page Two

A short summary of the document to appear in the index follows:

Termination and Release by General Electric Company covering
3 AEM-7 locomotives AMTK 916, AMTK 918 and AMTK 924

Also enclosed is a check in the amount of \$26.00 payable to the order of the
Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/anm
Enclosures

TERMINATION AND RELEASE

This TERMINATION AND RELEASE dated October 17, 2000 (the "Termination and Release") is made by General Electric Company, a New York corporation (the "Lessor").

WITNESSETH:

WHEREAS, the Lessor and NATIONAL RAILROAD PASSENGER CORPORATION, a corporation organized under the Rail Passenger Service Act and the laws of the District of Columbia ("Amtrak"), are parties to that certain Agreement dated as of November 10, 1981 ("Agreement"), which Agreement has been filed and recorded on _____, 1981 at _____ with the Surface Transportation Board and has been assigned recordation No. _____;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Lessor agrees as follows:

Section 1. Definitions. All terms used and not otherwise defined herein shall have the respective meanings provided in the Agreement.

Section 2. Termination and Release of the Equipment. All right, title and interest of the Lessor in and to the Equipment described on Annex A hereto is hereby terminated and released. Amtrak and Lessor hereby terminate and cancel the Agreement but only with respect to those Units described on Annex A hereto. The Agreement shall remain in full force and effect with respect to all Units not specifically described on Annex A hereto.

Section 3. Further Assurances. The Lessor hereby agrees to execute and deliver to Amtrak and its successors and assigns, at Amtrak's or its successors and assigns' cost and expense, as the case may be, such additional instruments, notices, releases or certificates as Amtrak or its successors and assigns, as the case may be, may reasonably request to effectuate the foregoing provisions of this Termination and Release.

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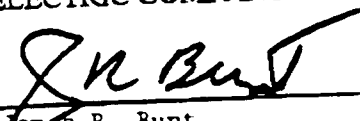
OCT 18 '00

2-58 PM

SURFACE TRANSPORTATION BOARD

IN WITNESS WHEREOF, the Lessor has caused this Termination and Release to be duly executed by its duly authorized representative as of the day and year first above written.

GENERAL ELECTRIC COMPANY

By: 
Name: James R. Bunt
Title: Vice President & Treasurer

STATE OF Connecticut

)
) ss
)

COUNTY OF Fairfield

On this, the 13th day of October, 2000, before me personally appeared James R. Bunt, to me personally known, who, being by me duly sworn, says that he is Vice President & Treasurer of General Electric Co., and that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.

Clive H. Kersey
Notary Public
My commission expires 12/31/04.

ANNEX A
EQUIPMENT

<u>Description</u>	<u>Amtrak Road Numbers</u>
<u>Description</u>	<u>Amtrak Road Numbers</u>
AEM - 7 Locomotive	916
AEM - 7 Locomotive	918
AEM - 7 Locomotive	924

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached Termination and Release with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

10/18/01



Robert W. Alvord